

Record of Proceedings

THE MILWAUKEE RADIO AMATEURS' CLUB, INC.

Record of Proceedings

ARTICLES OF ORGANIZATION

KNOW ALL MEN By these presents, that the undersigned, adult persons, Loy Shell Laird, Clarence R. Crapo and Leo J. Topolinski, residents of the city of Milwaukee, Milwaukee County, state of Wisconsin, being desirous of forming a corporation for the purposes set forth in Chapter 86 of the Wisconsin Statutes, do hereby make, sign and agree and acknowledge the following Articles of Organization:

ARTICLE I. The undersigned have associated and do hereby associate themselves together, the purposes for which is to own, operate and maintain an amateur, special amateur or experimental radio telegraphic and telephonic station or stations; to promote the art and knowledge of radio telegraphy, radio telephony, and allied subjects among its members; to associate or affiliate itself with the American Radio Relay League, Inc., of Hartford, Connecticut, or any other radio telegraphic or telephonic organization or organizations; for the more effective relaying of friendly messages between the different stations, for legislative protection, for orderly operating, and for practical improvement of short-wave radio telegraphic communication; for banding local radio amateurs into a non-commercial organization that could champion their cause and to provide a means whereby the intellectual standing of the members could be collectively raised; and to uphold the laws of radio communication of the United States of America and assist its officials in apprehending offenders thereof.

ARTICLE II. The name of such corporation is to be "THE MILWAUKEE RADIO AMATEURS' CLUB, INC.," and its location is to be in the city of Milwaukee, county of Milwaukee, and state of Wisconsin.

ARTICLE III. This corporation is formed without capital stock, and no dividends or pecuniary profits shall be declared to the members thereof.

ARTICLE IV. The general officers of such corporation shall be a President, Vice-President, Secretary, Treasurer and Business Manager.

The Board of Directors shall consist of seven members, who shall be elected on the last Thursday in September of each year by a majority vote of the members of this corporation for the term of one (1) year beginning on the first Thursday in October of each year.

The said corporation shall hold its first meeting for the election of officers on the 21st day of March, 1923, at two o'clock in the afternoon, in the city of Milwaukee, Milwaukee

Record of Proceedings

County, Wisconsin. The officers shall be elected by the directors, who shall first be elected by the members of the corporation.

ARTICLE V. The principal duties of the President shall be to preside at all meetings of the Board of Directors and all the regular and special meetings of the members, and to have a general supervision of the affairs of the corporation.

The principal duties of the Vice-President shall be to discharge the duties of the President in the event of the absence or disability for any cause whatever of the latter.

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The principal duties of the Secretary shall be to countersign all deeds, leases and conveyances executed by the corporation, affix the seal of the corporation thereto and to such other papers as shall be required or directed to be sealed and to keep a record of the proceedings of the Board of Directors and safely and systematically keep all books, papers, records and documents belonging to the corporation or in any wise pertaining to the business thereof.

The principal duties of the Treasurer shall be to keep and account for all moneys, credits and property of any and every nature of the corporation, which shall come into his hands, and to keep an accurate account of all moneys disbursed and to render such accounts, statements and inventories of moneys received and disbursed and of money and property on hand, and generally of all matters pertaining to his office, as shall be required by the Board of Directors.

The principal duties of the Business Manager shall be to take care of the general business of this corporation, and to conduct all the outside correspondence of the corporation. He shall represent the club at all meetings with other clubs and associations, and shall also represent the club in all business transactions with individuals, partnerships or corporations.

The Board of Directors may provide for the appointment of such additional officers as they may deem for the best interests of the corporation. Whenever the Board of Directors may so order, the offices of Secretary and Treasurer may be held by the same person.

The said officers shall perform such additional or different duties as shall from time to time be imposed or required by the Board of Directors, or as may be prescribed from time to time by the By-Laws.

ARTICLE VI. The membership of the corporation shall be composed of Honorary Members, Members, Associate Members and Junior Members.

Candidates for regular membership shall hold a United States radio operator's license of amateur or higher grade, shall be at least eighteen (18) years of age, and shall have a bona fide interest in amateur radio activities. Candidates for associate membership shall be at least eighteen (18) years of age and shall have a bona fide interest in amateur radio activities. Junior membership is for candidates under eighteen (18) years of age having a bona fide interest in amateur radio activities.

The members of said corporation (except Honorary Members) shall pay an initiation fee of Fifty Cents. The Members and Associate Members shall pay a monthly fee of Fifty Cents, and the Junior Members Twenty-five Cents per month.

Record of Proceedings

4

The members will be discharged or expelled for misconduct or neglect of duties and obligations and for the nonpayment of dues as prescribed by the By-Laws.

ARTICLE VII. These articles may be amended by resolution setting forth such amendment or amendments adopted at any meeting of the members of this corporation by a vote of at least one-half of the members of this corporation. ←

IN WITNESS WHEREOF, We have hereunto set our hands this 8th day of March, A. D. 1923.

LOY SHELL BAIRD

CLARENCE H. CRAPO

LEO J. TOPOLINSKI

Signed in the presence of:

AGNETA JENSEN

MINNIE BURGER

STATE OF WISCONSIN) ss.
MILWAUKEE COUNTY (

Personally came before me this 8th day of March, 1923, the above named Loy Shell Baird, Clarence H. Crapo and Leo J. Topolinski, to me known to be the persons who executed the foregoing instrument and acknowledged the same.

(SEAL)

HARRY A. ZAIDINS
Notary Public, Milwaukee County, Wis.
My commission expires Dec. 27, 1925.

STATE OF WISCONSIN) ss.
MILWAUKEE COUNTY (

Loy Shell Baird and Leo J. Topolinski, being both duly sworn, doth each for himself depose and say: that he is one of the original signers of the above declaration and articles. That the above and foregoing is a true, correct and complete copy of the said original articles and declaration, and of the whole thereof.

LOY SHELL BAIRD

(SEAL)

LEO J. TOPOLINSKI

Subscribed and sworn to before me,
this 8th day of March, A. D. 1923.

HARRY A. ZAIDINS
Notary Public, Milwaukee County, Wis.
My commission expires Dec. 27, 1925.

-#1195903-
(This is recorded in Vol. 50, of
corp. page 338 March 17, 1923 at
Registers office-Milwaukee County
F. O. Phelps
(Reg. of Deeds.)

Record of Proceedings

COPY OF CERTIFICATE OF INCORPORATION

UNITED STATES OF AMERICA

THE STATE OF WISCONSIN

DEPARTMENT OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME:

I, FRED R. ZILMERMAN, Secretary of State of the State of Wisconsin, do hereby certify that on the tenth day of March, A. D. 1923, there was filed in the Department of State an instrument in writing, purporting to be Articles of Association, with a view of forming a corporation to be known as

THE MILWAUKEE RADIO AMATEURS' CLUB, INC.

without Capital Stock, the business and purpose of which being to own, operate and maintain an amateur, special amateur or experimental radio telegraphic and telephonic station or stations; etc., and a certificate having been filed in this Department to the effect that said Articles were recorded in the office of the Register of Deeds of Milwaukee County, Wisconsin, on the seventeenth day of March, A. D. 1923.

THEREFORE, the State of Wisconsin does hereby grant unto the said corporation the powers and privileges conferred by Chapter 86 of the Wisconsin Statutes for the purposes above stated and in accordance with the said Articles of Association.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal at the Capitol, in the City of Madison, this twentieth day of March, A. D. 1923.

FRED R. ZILMERMAN

Secretary of State.

(SEAL OF STATE)

Record of Proceedings

MINUTES OF FIRST MEETING OF INCORPORATORS AND MEMBERS

Minutes of the first meeting of the incorporators and members of The Milwaukee Radio Amateurs' Club, Inc., held at the office of said corporation at Milwaukee, Wisconsin, on the 21st day of March, A. D. 1923, at two o'clock, P.M., pursuant to the following waiver of notice and consent to the holding of said meeting signed by all the incorporators of this corporation on the record of said meeting:

We, the undersigned, being all of the incorporators of The Milwaukee Radio Amateurs' Club, Inc., do hereby severally waive notice of the time, place and purpose of the first meeting of all of the members of said Company, and do hereby call said meeting and consent to the holding thereof at the office of said corporation in the city of Milwaukee, Wisconsin, on the 21st day of March, A. D. 1923, at the hour of two o'clock, P.M., of said day; and we do hereby severally consent to the transaction of any and all business that may come before said meeting, including the perfecting of the organization of said corporation, the adopting of a code of By-laws and the electing of a Board of Directors.

Dated this 21st day of March, A. D. 1923.

all CR
L. H. Regas-Baird Clarence N. Crapo
Leo J. Topolinski

The meeting was called to order by Loy Shell Baird, one of the incorporators of said corporation;

Thereupon, said meeting proceeded to organize and, upon motion duly made, seconded and unanimously carried, Loy Shell Baird was elected Chairman of said meeting and thereafter acted as such.

Thereupon, on motion duly made, seconded and unanimously carried, Leo J. Topolinski was elected Secretary of said meeting and thereafter acted as such.

Thereupon, on motion duly made, seconded and unanimously carried, the Secretary called the roll of the members of this corporation and, it appearing that all of the members were present, the meeting was declared competent to transact any and all business that might lawfully come before it, including the adoption of By-laws and the election of a Board of Directors.

Thereupon, the incorporators reported that they had caused to be prepared and filed in the office of the Secretary of State a verified copy of the Articles of Organization of this corporation, of which a true and correct copy appears on the preceding pages of this record; and that they had paid the required filing fee to said Secretary of State and had caused to be filed in the office of the Register of Deeds of the County of Milwaukee, State of Wisconsin, a copy of said Articles duly certified by said Secretary of State, and had received from said Secretary of State the Certificate of

Record of Proceedings

Incorporation of which a true and correct copy appears on the preceding pages of this record; and, after a full examination of said Articles and said Certificate of Incorporation, upon motion duly made and seconded, the following resolution was unanimously adopted and ordered spread at length upon the records of this meeting.

RESOLUTION

"BE IT RESOLVED: That the Articles of Organization of this corporation and the Certificate of Incorporation be, and the same are hereby, approved and ordered made a part of the records of this corporation, and that all action taken by said incorporators in connection therewith be, and the same is hereby ratified, approved and confirmed; and

BE IT RESOLVED: That this corporation shall pay any and all legal and other expenses incurred in connection with its incorporation and its organization."

Thereupon, the meeting proceeded to consider By-Laws and, after a thorough consideration of the By-Laws and a full and complete discussion thereof and all of those present being fully conversant therewith, the following By-Laws were, on motion, duly made and seconded, unanimously adopted as and for the By-Laws of this corporation, to-wit:

BY - LAWS.

ARTICLE I

MEMBERS

Section 1. Place of Meetings.

Regular meetings of the Members shall be held in the Trustees' Room of the Milwaukee Public Museum located at 815 Grand Avenue, Milwaukee, Wisconsin. Other meetings may be held at the office of said corporation in the city of Milwaukee, Wisconsin. *(818) 1st floor*

Section 2. Annual Meeting.

The annual meeting of the Members of this corporation shall be held on the last Thursday of September of each year at Eight o'clock P.M., and it shall be the duty of the Secretary to give five days' notice* of such meeting in person to each Member, (or by mail to each Member not personally notified,) said notice to state that the meeting is the annual meeting and the time and place where said meeting will be held and said notice to be addressed to each Member at his address as the same appears upon the records of the corporation; nevertheless, a failure to give such notice shall not affect the

Record of Proceedings

8

validity of such annual meeting or of any proceedings at such meeting.^w At the annual meeting any business may be transacted which does not, by the laws of the state of Wisconsin, require a special notice.

Section 3. Special Meetings.

1/4
5 days
Special meetings of the Members may be held whenever called by the Secretary upon the direction of the President or upon the written direction of a majority of the Directors then in office, or upon the written direction of one-fifth of the Members of the corporation. It shall be the duty of the Secretary to give three days' notice of such meeting^{in person} to each Member, or by mail to each Member not personally notified, said notice to state the purpose for which and the time and place where said meeting will be held and said notice to be addressed to each Member at his address as the same appears upon the records of the corporation.

Section 4. Regular Meetings.

The regular meetings of the Members of this corporation shall be held every Thursday evening at Eight o'clock P.M., except during the period of June 15th to September 15th of each year. *except on meeting*

Section 5. Irregular Meetings.

When all of the members of the corporation shall be present at any meeting, however notified, and shall sign a written consent to the holding of such meeting on the records thereof, they may transact any business at such meeting which could lawfully be transacted at any meeting of the Members of this corporation regularly called and notified.

Section 6. Quorum.

1/4
5 days
One-fourth of the membership of this corporation shall constitute a quorum at any meeting of such Members and be capable of transacting any business thereof, except when otherwise especially provided by law or by the Articles of Organization of this corporation; but if, at any meeting of the Members, there be less than a quorum present, a majority in interest of the Members present in person may adjourn from time to time without notice other than by announcement at the meeting until a sufficient number of Members requisite to constitute a quorum shall attend. At any such adjourned meeting at which a quorum shall be present any business may be transacted which might have been transacted at the meeting as originally notified.

Section 7. Organization.

The President, and in his absence the Vice-President, and in their absence any Member chosen by the Members present, shall call such meetings and the Secretary of the corporation shall act as Secretary of all meetings of the Members, but, in the absence of the Secretary, the presiding officer may appoint any Member to act as Secretary of the meeting.

any day

Record of Proceedings

Section 8. Order of Business.

The order of business at the regular weekly meetings of the Members of this corporation shall be as follows:

- Following attendance*
- (1) Call to order, - 7:45 P.M.
 - (2) Reading of the Minutes of the preceding meeting and action thereon.
 - (3) Reports of Officers.
 - (4) Reports of Standing Committees.
 - (5) Reports of Special Committees.
 - (6) Unfinished business.
 - (7) Miscellaneous Business.
 - (8) New Business.
 - (9) Radio Talks.
 - (10) General Radio Discussion.

The order of business at special meetings of the Members of this corporation shall be as follows:

- (1) Call to order, - at time prescribed by President.
- (2) Business for which meeting was called.

The order of business at the annual meetings of the Members of this corporation shall be as follows:

- (1) Call to order, - 8:00 P.M.
- (2) Roll Call.
- (3) Reading of the Minutes of the preceding meeting and action thereon.
- (4) Reports of the Board of Directors for the year.
- (5) Reports of the Officers for the year.
- (6) Reports of Standing Committees for the year.
- (7) Election of a Board of Directors for ensuing year.
- election* (8) Appointment of Officers by Board of Directors.
- (9) Plans for the coming year.
- (10) Special Features.

Section 9. *Conduct* of Meetings.

All meetings of this corporation shall be conducted with reasonably strict adherence to Roberts Rules of Order, Revised. This refers to the manner of addressing the chair, making motions, and like matters, but should not be so rigidly adhered to as to interfere with the rapid conduction of business, and the carrying out of the purposes of the corporation, as explained in the articles of organization of this corporation.

Section 10. Conduct of Members at Meetings.

The use of profane and obscene language at any regular weekly business meeting, annual business meeting or special meeting of the corporation is strictly prohibited.

Section 11. Supplies required.

Each member, junior member and associate member of the club shall own a copy of the Radio Communication Laws of the United

Record of Proceedings

10

States and shall study its contents thoroughly.

Section 12. Qualifications for Membership.

Candidates for regular membership shall hold a United States radio operator's license of amateur or higher grade, shall be at least eighteen (18) years of age, and shall have a bona fide interest in amateur radio activities. Candidates for associate membership shall be at least eighteen (18) years of age and shall have a bona fide interest in amateur radio activities. Junior membership is for candidates under eighteen (18) years of age having a bona fide interest in amateur radio activities.

Section 13. Fees.

The Members of said corporation (except Honorary Members) shall pay an initiation fee of Fifty Cents. The Members and Associate Members shall pay a monthly fee of Fifty Cents, and the Junior Members Twenty-five Cents per month.

Section 14. Suspension.

Any Member failing to pay his dues for a period of two months shall be suspended (upon approval of Board of Directors) until his dues have been paid, and it shall be the duty of the Treasurer to notify such Member twice within the two months before suspension. Members will also be discharged or expelled for misconduct or neglect of duties and obligations.

Section 15. Resignation.

Any member desiring to resign as a member of any grade, or as an officer of the club, must submit to the Secretary his written resignation, which will be placed before the next regular meeting of the Board of Directors for acceptance.

ARTICLE II

BOARD OF DIRECTORS

Section 1. General Powers.

The property, affairs and business of this corporation shall be under the care of and be managed by the Board of Directors who shall be chosen annually by the Members at the annual meeting of the Members from among their number, and shall hold office for one year and until their respective successors are chosen and qualified.

Section 2. Additional Powers.

Without restricting the powers of the Board of Directors by

Record of Proceedings

11

implication or otherwise, said Board shall have, in addition to all other powers which they may lawfully exercise, the following powers, to-wit:

(a) The Board of Directors shall have the power to purchase, or otherwise acquire, lease, sell, convey, assign or otherwise transfer, for the corporation, any property, rights or privileges which the corporation is authorized to acquire, (real, personal or mixed, at such prices and on such terms and conditions and for such consideration as it may see fit, and may at its discretion pay for any property or rights acquired by the corporation either wholly or partially in money or in stock, bonds, or other evidences of indebtedness, subject however to the provisions of Section 1753, Wisconsin Statutes.

(b) The Board of Directors shall have the power to elect or appoint assistants to the general officers of the corporation, and such other officers, agents and servants as it may from time to time deem necessary, define their duties and obligations, fix their compensation and fill vacancies therein, and the Board of Directors shall have the power to remove and suspend permanently or temporarily the officers, the assistant officers, agents and servants appointed by it, and to delegate to any officer of the corporation by resolution all or any of the powers stated in this section with such restrictions as it deems expedient.

(c) The Board of Directors shall have the power to make regulations governing amateurs' radio operating hours for different types of transmitting apparatuses.

(d) The Board of Directors shall have the power to establish branch offices or places of business in this state or elsewhere.

(e) The Board of Directors shall have the power to authorize its general officers to borrow money for corporate purposes, and to execute in the corporate name bills, notes or other evidences of indebtedness, but no mortgage shall be given by this corporation on any of its property, either real or personal, to secure the payment of its debts, or to borrow money for the purposes of the corporation without the consent of a majority of the members of the corporation.

Section 3. Resignation.

A Director may resign at any time by filing his written resignation with the Secretary.

Section 4. Removal.

Any Director may be removed at any time at a special meeting of the Members of the corporation called for such purpose by the affirmative vote of a majority of the Members of the corporation.

Section 5. Vacancies.

In case of any vacancy in the Board of Directors through death, resignation, removal or other cause, the remaining Directors by the

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Record of Proceedings

affirmative vote of a majority thereof may elect a successor to fill such vacancy until the next succeeding election,

Section 6. Place of Meetings.

All meetings of the Board of Directors shall be held at the principal office of the corporation. *or any other place designated by the Board of Directors.*

Section 7. Regular Meetings.

Regular meetings of the Board of Directors shall be held immediately following the annual meeting of the Members, and at such other times as the Board of Directors may by resolution determine. *No notice of regular meetings of the Board of Directors is necessary.*

Section 8. Special Meetings.

Special meetings of the Board of Directors shall be held whenever called by the Secretary upon the direction of the President, or upon the written request of any two Directors; and it shall be the duty of the Secretary to give sufficient notice of such meetings in person or by mail or telegraph to enable the Directors so notified to attend such meeting.

Section 9. Meetings by Consent.

Meetings of the Board of Directors may be held at any time or place where all of the Directors are present and consent to the holding of such meeting.

Section 10. Quorum.

A majority of the Directors convened according to these By-Laws shall constitute a quorum for the transaction of business; but if, at any meeting of the Board, there shall be less than a quorum present a majority of these present may adjourn the meeting from time to time.

Section 11. Organization.

The President and in his absence the Vice-President and in their absence any Director chosen by the Directors present shall call meetings of the Board of Directors to order and shall act as Chairman of such meeting and the Secretary of the Company shall act as Secretary at all meetings of the Board of Directors but in the absence of the Secretary the presiding officers may appoint any Director to act as Secretary of the meeting.

Section 12. Order of Business.

The order of business at all meetings of the Board of Directors shall be as follows:

- | | |
|---|-----------------------------|
| (1) Roll call | (5) Unfinished Business. |
| (2) Reading of minutes of the preceding meeting and action thereon. | (6) Miscellaneous business. |
| (3) Reports of officers | (7) New Business. |
| (4) Reports of Committees. | |

Record of Proceedings

ARTICLE III

GENERAL OFFICERS

Section 1. Election.

The Board of Directors shall annually at the regular meeting of said Board held immediately following the annual meeting of the Members, choose one of their number President and such other officers as the corporate Articles and By-laws require and fix their compensation, said officers to hold office for the term of one year and until their successors are elected and qualified.

Section 2. Duties.

The principal duties of the several general officers respectively are as follows:

(1) The President shall preside at all of the meetings of the Members and of the Board of Directors. He shall be the chief executive officer of the corporation and shall have the general supervision, direction and active management of the property, affairs and business of the corporation, subject to the Board of Directors. He shall see that all orders and resolutions of the Board of Directors are carried into effect. He shall execute all deeds, leases, conveyances, contracts and agreements authorized by the Board of Directors. He shall submit a complete and detailed report of the corporation for the fiscal year and of its financial condition to the Board of Directors at its first regular meeting in each year and to the Members at their Annual meeting and shall, from time to time, report to the Board of Directors all matters within his knowledge which the interests of the corporation may require to be brought to its notice. He shall perform such additional duties as may be prescribed from time to time by the Board of Directors, or as may be prescribed from time to time by the By-Laws.

(2) The Vice-President shall discharge the duties of the President in the event of his absence or disability for any cause whatever. He shall perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(3) The Secretary shall countersign all deeds, leases or conveyances executed by said corporation, affix the corporate seal thereto and to all other papers requiring such seal, and shall keep a correct and complete record of all of the proceedings of said corporation, including such as relate to the election of its officers. He shall also keep a book containing the names of all Members since its organization showing the places of residence, and shall safely and systematically keep all books, records and papers belonging to the corporation, or in anywise pertaining to the business thereof. He shall attend to the giving and serving of all notices of the corporation whereby meetings of the Board of Directors or Members are assembled. He shall in general perform all of the duties which

Record of Proceedings

are incident to the office of Secretary of a corporation, subject to the Board of Directors. He shall perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(4) The Treasurer shall keep and account for all moneys, credits and property of the corporation which shall come into his hands and keep an accurate account of all money received and disbursed. He shall make such statements as corporations are required to make by the laws of the state of Wisconsin. He shall have the custody of all of the funds and securities of the corporation. Whenever necessary and proper, he shall indorse on behalf of the corporation all checks, notes or other obligations and evidences of the payment of money payable to the corporation or coming into his possession and shall deposit the funds arising therefrom, together with all other funds of the corporation coming into his possession in such banks as may be selected as the depositories of this corporation, or properly care for them in such other manner as the Board of Directors may direct. He shall sign all checks and other instruments drawn on or payable out of the funds of the corporation and all bills, notes and other evidences of indebtedness of the corporation not requiring the seal of the corporation. Whenever required by the Board of Directors so to do, he shall exhibit a true and complete statement of his cash account and of the securities and other funds in his possession, custody and control. He shall at all reasonable times within business hours exhibit his books and accounts to any Director. He shall in general perform all of the duties which are incident to the office of Treasurer of a corporation, subject to the Board of Directors. If the Board of Directors shall so require it, he shall give bond in such sum and with such surety as the Board of Directors may direct for the faithful performance of his duties and for the safe custody of the funds and property coming into his possession. He shall perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(5) The Business Manager shall take care of the general business of this corporation and conduct all the outside correspondence of the corporation. He shall represent the club at all meetings with other clubs and associations, and shall also represent the club in all business transactions with individuals, partnerships or corporations. He shall in general perform all of the duties which are incident to the office of Business Manager of a club, subject to the Board of Directors. He shall perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

Section 3. Delegation of Duties.

In case of the absence or inability to act of any officer of the corporation, the Board of Directors may delegate for the time being the duties of such officer to any other officer or to any Director.

Record of Proceedings

ARTICLE IV

COMMITTEES

Section 1. Appointment.

The Board of Directors shall annually at the regular meeting of said Board held immediately following the annual meeting of the Members, appoint members to serve on the different committees for a period of one year, and until their successors are appointed.

Section 2. Duties.

The principal duties of the several committees respectively are as follows:

(1) The Membership Committee shall conduct a continuous membership campaign, and shall in general perform all of the duties which are usually performed by membership committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(2) The Technical Committee shall conduct experiments and research on all new developments in short wave radio telegraphic apparatuses and report on the same in order that the Members of this corporation may be benefitted thereby, and shall in general perform all of the duties which are usually performed by technical committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(3) The Publications Committee shall study radio literature and report in brief all matters of interest to the Members of the corporation, and shall in general perform all of the duties which are usually performed by publication committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(4) The Program Committee shall arrange in advance the programs of the meetings of the Members of this corporation and shall obtain speakers on radio and allied subjects both from among the membership of the corporation and from outside sources. It shall perform in general all of the duties which are usually performed by program committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(5) The Traffic Committee shall assist in enforcing the radio regulations of the United States Government in the city of Milwaukee, and shall enforce the traffic rules and regulations of the corporation and of the American Radio Relay League, Inc., among its

Record of Proceedings

16

members to co-operate with the local traffic officers of the American Radio Relay League, Inc. It shall in general perform all of the duties which are usually performed by traffic committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws. The chairman of the Traffic Committee shall be the local city manager of the American Radio Relay League, Inc.

(6) The Publicity Committee shall acquaint the people through the medium of the press and through other mediums of the activities of the organization. It shall in general perform all of the duties which are usually performed by publicity committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws. The chairman of the Publicity Committee shall be the local publicity manager of the American Radio Relay League, Inc.

(7) The Legal Committee shall keep in touch with and render assistance to, whenever possible, any individual member of or club affiliated with the American Radio Relay League, Inc., whom legal cases may affect. It shall in general perform all of the duties which are usually performed by legal committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws. The Chairman of the Legal Committee shall be known as General Counsel of the corporation, and must be a practicing member of the Wisconsin Bar.

ARTICLE V

SEAL

Section 1. Seal.

This corporation shall have a common seal which shall be in such form as the Board of Directors may adopt and which shall be in charge of the Secretary.

ARTICLE VI

BOOKS AND RECORDS

Section 1. Place of Keeping.

The general and principal books of account of this corporation shall be kept in its principal office in this State.

Record of Proceedings

ARTICLE VII

AMENDMENTS

Section 1. Amendments.

By-Laws may be adopted, amended or repealed at any meeting of the Members by the vote of a majority of Members requisite to constitute a quorum present at any such meeting.

Thereupon, the meeting proceeded to the election of a Board of Directors and the following Directors were duly elected:


Herbert P. Wareing
Clarence H. Crapo
Edward T. Howell

Marian Szukalski

Eugene T. Ruppenthal
Alvin Simandl
Irving Strassman

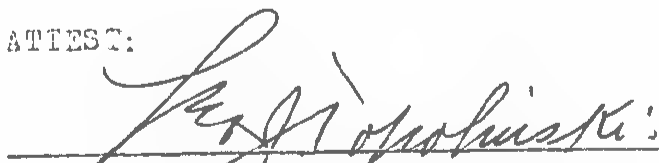
There being no further business to come before said meeting, on motion duly made, seconded and unanimously carried, the meeting adjourned sine die.

A true record,



Chairman of said Meeting.

ATTEST:



Secretary of said Meeting.

Record of Proceedings

MINUTES OF FIRST MEETING OF BOARD OF DIRECTORS

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Minutes of the first meeting of the Board of Directors of The Milwaukee Radio Amateurs' Club, Inc., held at the office of said corporation in the city of Milwaukee, Wisconsin, this 21st day of March, 1923, at four o'clock P.M., pursuant to the following waiver of notice and consent to the holding of said meeting signed by all of the Directors of this corporation on the records of said meeting, to-wit:

We, the undersigned, being all of the Directors of The Milwaukee Radio Amateurs' Club, Inc., elected to said Board at the first meeting of the incorporators and members of said corporation held this day, do hereby severally waive notice of the time, place and purpose of the first meeting of said Board of Directors and do hereby call said meeting and consent to the holding thereof at this time and place, to-wit: at the office of said corporation in the city of Milwaukee, Wisconsin, on the 21st day of March, 1923, immediately following the adjournment of said first meeting of the incorporators and members of said corporation and we do hereby severally consent to the transaction of any and all business that may come before said meeting.

Herbert F. Wareing E. W. Kupperthal
Clarence N. Crapo Alvin J. Simandl
Edward T. Howell Irving J. Shasman
Marian S. Guthe

The meeting was called to order by Herbert F. Wareing, one of the Directors.

Thereupon, on motion duly made, seconded and unanimously carried, Herbert F. Wareing was elected temporary Chairman of the meeting and thereafter acted as such.

Thereupon, on motion duly made, seconded and unanimously carried, H. G. Fawcett was elected temporary Secretary of the meeting and thereafter acted as such.

Thereupon, the Directors proceeded to the election of officers; and, on motion duly made and seconded, the following resolution was unanimously adopted:

"BE IT RESOLVED: That Herbert F. Wareing be, and he is hereby, chosen President of this corporation; that Edward T. Howell be, and he is hereby, chosen Vice-President of this corporation; that H. G. Fawcett be, and he is hereby, chosen Secretary of this corporation; that Eugene W.

Record of Proceedings

9

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Ruppenthal be, and he is hereby, chosen Treasurer of this corporation; that L. S. H. Baird be, and he is hereby, chosen Business Manager of this corporation."

Thereupon, the said Herbert P. Wareing and H. G. Fawcett, respectively, began the discharge of their duties as such respective officers and thereafter acted as permanent Chairman and permanent Secretary of the meeting.

Thereupon, at the direction of the President, the Secretary read the minutes of the first meeting of the incorporators and members of this corporation held upon this same day and the code of By-Laws adopted at said meeting; and, after full and complete discussion of said minutes and said By-Laws and of all action taken at said meeting, the following resolution was duly made, seconded and unanimously adopted:

"BE IT RESOLVED: That all action taken by the incorporators and members of this corporation at their first meeting, including the adoption of By-Laws, and the By-Laws so adopted by them be, and the same are hereby, ratified, approved and confirmed.

BE IT FURTHER RESOLVED: That all resolutions adopted and all motions carried at said meeting and the By-Laws adopted at said meeting be, and the same are hereby, re-enacted and adopted by this Board of Directors, with the same force and effect as though herein set forth at length and made a part hereof."

Thereupon, on motion duly made and seconded, the following resolution was unanimously adopted:

"BE IT RESOLVED: That until it shall by resolution otherwise determine, the Board of Directors of this corporation shall hold regular meetings thereof at the office of the corporation on ~~of each month~~ *alternate Thursdays* hereafter at the hour of *9:15* o'clock, P.M."

Thereupon, on motion duly made and seconded, the following resolution was unanimously adopted:

"BE IT RESOLVED: That the *West Side* ~~Bank~~ *mut* Bank, in the city of Milwaukee, Wisconsin, be, and it is hereby, selected and designated as the depository of and for the moneys and funds of this corporation; that all of the moneys and all of the funds of this corporation shall hereafter be deposited in and with said Bank and that such moneys and funds may be withdrawn only upon checks, orders and drafts signed by the Treasurer of this corporation."

Thereupon, on motion duly made and seconded, the following resolution was unanimously adopted:

Record of Proceedings

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RESOLUTION

"WHEREAS, The Milwaukee Radio Amateurs' Club, Inc., has been invited by the American Radio Relay League, Inc., to become affiliated with it in its work, and is willing to cooperate with the League in its activities in amateur radio relay operation and desires to become associated therewith, and is aware of the mutual benefits to be obtained in legislative protection through such an alliance,-

THEREFORE, BE IT RESOLVED: That the Milwaukee Radio Amateurs' Club, Inc., hereby requests affiliation with the American Radio Relay League, Inc., and agrees to engage actively in the radio relay traffic work of the American Radio Relay League, Inc., through the stations of its several members and under jurisdiction of the recognized traffic organizations of the American Radio Relay League, Inc., and further agrees to act to the best of its ability to enforce observance of the radio laws of the United States, particularly with reference to prohibition of unnecessary interference inimical to relay traffic.

BE IT FURTHER RESOLVED: That the Milwaukee Radio Amateurs' Club, Inc., which is the successor to the Milwaukee Amateurs' Radio Club, Inc., and which was affiliated with the American Radio Relay League, Inc., on the 5th day of December, 1919 and reported on Page 14 of the January, 1920 "Q. S. T." to be the seventh body affiliated, shall be re-assigned the seventh place."

THE MILWAUKEE RADIO AMATEURS' CLUB, INC.

Harry C. Fawcett
Secretary

Herbert F. Wareing
President

E. W. Ruppenthal
Treasurer

L. S. Millegas-Baird
Business Manager

E. T. Howell
Vice-President

APPROVED:

and
American Radio Relay
League, Inc., Central
Division Publicity
Manager.

I. H. Strassman
Milwaukee City
Manager of the
American Radio Relay
League, Inc.

Clarence E. Crapo
Superintendent of
Wisconsin District
No. 1 of the
American Radio Relay
League, Inc."

Thereupon, on motion duly made and seconded, the following resolution was unanimously adopted:

Record of Proceedings

1 "BE IT RESOLVED: That Members of all grades of the Milwaukee Radio Amateurs' Club, Inc., shall become members of the American Radio Relay League, Inc., with which this corporation is affiliated. ✓

onw "BE IT FURTHER RESOLVED: That the Treasurer and Business Manager be, and they are hereby instructed to have every present member apply and pay fee for membership in the American Radio Relay League, Inc., on or before April 1st, 1923.

mut "BE IT FURTHER RESOLVED: That all candidates for membership in the Milwaukee Radio Amateurs' Club, Inc., shall apply for membership in the American Radio Relay League, Inc., at the time of application for membership in this corporation."

mut Thereupon, on motion duly made and seconded, the following resolution was unanimously adopted:

af "BE IT RESOLVED: That the Secretary shall at once procure for the corporation a corporate seal, which seal shall have inscribed thereon the name of this corporation and the words "Corporate Seal" and "Wisconsin," and that such seal shall be, and the same is hereby adopted as and for the corporate seal of this corporation; and that, for the purpose of identification, the said Secretary is hereby directed to impress said seal upon the page of the record where this resolution appears."

There being no further business to come before the meeting, the same was, on motion duly made, seconded and unanimously carried, adjourned sine die.

H. G. Fawcett
Temporary Secretary

H. G. Fawcett
Permanent Secretary

Herbert F. Wareing
Temporary Chairman

Herbert F. Wareing
Permanent Chairman

Record of Proceedings

MINUTES OF THE BOARD OF DIRECTORS MEETING HELD OCT. 17, 1933

The meeting was called to order at 9:00 P.M. by chairman Rosenbaum.

A discussion took place relative to amending the resolution made on March 21, 1923 requiring that all members of The Milwaukee Radio Amateurs' Club Inc., shall become members of the American Radio Relay League, Inc.

Thereupon, on motion duly made, and seconded the following resolutions were adopted:

BE IT RESOLVED: That henceforth it shall not be a requisite of the associate and junior members of the Milwaukee Radio Amateurs' Club, Inc. to become members of the American Radio Relay League, Inc.

BE IT RESOLVED: That candidates eligible for regular membership in the Milwaukee Radio Amateurs' Club, Inc., have a radio amateur operators' license and are members of the American Radio Relay League, Inc.

BE IT RESOLVED: That present regular members show proof of membership in the American Radio Relay League, Inc., by December 7, 1933. Those members failing to show proof shall become associate members.

BE IT FURTHER RESOLVED: That directors and officers of the Milwaukee Radio Amateurs' Club, Inc., shall be chosen only from the regular membership.

There being no further business, the meeting adjourned at 12.00 A.M., October 18, 1933.

The above resolutions were made by the following directors:

Chas. A. Rosenbaum
President

E. W. Kreis
Vice-President

W. H. Parish
Secretary

A. Zander
Treasurer

Emil R. Felber Jr.
Director

Louis A. Wollinger
Director

Herbert F. Waring
Director

Clarence N. Craps
Director

Record of Proceedings

AMENDMENT OF ARTICLE IV PARAGRAPHS TWO AND THREE.

The board of directors of the Milwaukee Radio Amateurs' Club, Inc., in session May 10th, 1934, has unanimously recommended the following amendments to the articles of the constitution of said club.

BE IT RESOLVED: That the article relating to the dates of election of the board of directors and their installation into office, which decrees that members of the board shall be elected on the last Thursday in September of each year, and that they shall take office the first Thursday in October of each year, be amended to read as follows:

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"The election of members of the board of directors shall take place on the second last Thursday of May of each year, and the newly elected board and its chosen officers shall be installed into office on the last Thursday of the regular club season." This amendment shall become effective immediately on passage by the membership.

BE IT RESOLVED: That the article relating to the regular meeting season of the Milwaukee Radio Amateurs' Club, Inc., which reads that regular meetings be held each Thursday, holidays excepted, from the first Thursday after the fifteenth of September to and including the last Thursday before the fifteenth of June, be amended to read as follows:

The regular meetings of the Milwaukee Radio Amateurs' Club, Inc., shall be held each Thursday, holidays excepted, from the first Thursday after Labor Day, to and including the last Thursday in May, except when this latter day should fall on Decoration Day, when the first Thursday in June shall terminate the regular club season." This amendment shall become effective immediately on passage by the membership.

The above amendments were presented to the membership at the regular club meeting of May 17th, 1934.

The secretary called the roll and found that more than one half of the membership were present. The meeting was therefore declared competent to transact any or all business that might lawfully come before it.

Thereupon the meeting proceeded to consider the above amendments and after a thorough and complete discussion thereof and all those present being fully conversant therewith, the above amendments were, on motion duly made and seconded adopted as and for part of the By-Laws of this Corporation.

In witness whereof, We have hereunto set our hands this seventeenth day of May, A. D. 1934.

Chas. A. Rosenbaum
President

H. J. Davis
Secretary

Record of Proceedings

AMENDMENTS TO BY-LAWS

At a regular meeting of the Milwaukee Radio Amateurs' Club, Inc., held Sept. 4, 1941, the following amendments were presented and passed:

Article I	Section	1
"	I	11
"	I	12
"	I	13
"	II	2 paragraph C
"	II	6

The amendments, as herèin noted, having been duly accepted by the Board of Directors, were presented to the members at a regular club meeting, Thursday, Sept. 4, 1941, and duly approved by the membership as a whole.


Joseph J. Kircher - President


George A. Ruger - Chairman
Constitution Committee

Article I, Section 1.

Be it resolved:- That the section relating to the corporation's place of meetings, which reads, "Regular meetings of the members shall be held in the Trustee's Room of the Milwaukee Public Museum located at 815 Grand Avenue, Milwaukee, Wisconsin. Other meetings may be held at the office of said corporation in the City of Milwaukee, Wisconsin"; be amended to read as follows;- "Regular meetings of the members shall be held in the Trustee's Room of the Milwaukee Public Museum located at 818 West Wisconsin Avenue, Milwaukee, Wisconsin. Other meetings may be held at any other office designated by the Board of Directors."

Article I, Section 11.

Be it resolved:- That the section relating to supplies required by members, which reads, "Each Member, Junior member and Associate member of the Club shall own a copy of the Radio Communications Laws of the United States and shall study its contents thoroughly" - be repealed in its entirety.

Article I, Section 12.

Be it resolved:- That the section relating to Qualifications for membership, which reads, "Candidates for regular membership shall hold a United States radio operator's license of amateur or higher grade, shall be at least 18 years of age, and shall have a bona fide interest in amateur radio activities. Candidates for Associate membership shall be at least 18 years of age and shall have a bona fide interest in amateur radio activities. Junior Membership is for candidates under 18 years of age having a bona fide interest in amateur radio activities"; be amended to read as follows:- "Candidates for regular membership shall hold a United States radio operator's license of amateur grade, shall be a member in good standing in the American Radio Relay League, Inc. and shall have a bona fide interest in amateur radio activities. Candidates for associate membership shall have a bona fide interest in radio activities."

Record of Proceedings

Article I, Section 13.

Be it resolved:- That the article relating to the corporation's initiation and dues payments, which decrees that initiates pay an initiation fee of fifty cents, and that members and associate members shall pay a monthly fee of fifty cents, and that junior members pay twenty-five cents per month, be amended to read as follows:- "The members of said corporation (except Honorary members) shall pay an initiation fee of fifty cents. The members and associate members shall pay a monthly fee of twenty-five cents except during June, July and August; these months not being a part of any club season."

Article II, Section 2, Paragraph C.

Be it resolved:- That paragraph C, Section 2, Article II of the By-laws which decrees that the "Board of Directors shall have the power to make regulations governing amateurs' radio operating hours for different types of transmitting apparatuses be repealed in its entirety."

Article II, Section 6.

Be it resolved:- That Article II, Section 6 of the By-laws which reads "All meetings of the Board of Directors shall be held at the principle office of the corporation", be amended to read as follows:- "Meetings of the Board of Directors shall be held at any location agreed upon by the directors of the corporation."

Record of Proceedings

AMENDMENT TO BY-LAWS - ARTICLE I SECTIONS 12 and 13

P.1

At the meeting of the Board of Directors of the Milwaukee Radio Amateurs' Club, Inc., held March 2, 1942, the following AMENDMENT was discussed and acted upon as furthur noted.

BE IT RESOLVED: That Article I of the By-Laws, Sections 12 and 13 be amended to read as follows;

The membership of the corporation shall be composed of
(1) Regular Members, (2) Associate Members, (3) Life Members,
(4) Honorary Members, (5) Non-Resident Members.

(1) Candidates for Regular Membership shall hold a United States radio operator's license of AMATEUR grade, shall be a member in good standing of the American Radio Relay League, Inc., and shall have a bona fide interest in amateur radio activities. (2) Candidates for Associate Membership shall have a bona fide interest in Amateur radio activities. (3) Candidates for Life Membership shall be selected from the Regular Membership of the Corporation by the Board of Directors after such member has been (a) a Regular Member in good standing, continuously for a period of twenty (20) years, or has been (b) a Regular Member in good standing, continuously until such time as a sum of fifty dollars (\$50.00) has, in the form of dues, been contributed to the treasury and has made a formal request, in writing, to the Board of Directors for this classification of membership; or has been (c) deemed by the Board of Directors of the Corporation worthy of this classification because of their outstanding efforts on behalf of the Corporation in promoting, beyond ordinary requirements, the interests of the Corporation as a whole. The provision governing such selection shall depend upon which situation shall be first to occur. All other provisions of Regular Membership shall govern this class of Membership. (4) Candidates for Honorary Membership shall be selected by the Board of Directors from any list or lists of individuals who have contributed outstanding service to or for Amateur Radio, with the provision however, that Honorary Members shall not be deemed voting members of the Corporation. (5) Candidates for Non-Resident Membership shall have a bona fide interest in Amateur Radio activities and shall not live within the corporate limits of the County of Milwaukee in the State of Wisconsin, with the provision however that Non-Resident Members shall not be deemed voting members of the Corporation.

The Members of said Corporation (except Honorary Members) shall pay an initiation fee of Fifty Cents (\$.50). Regular Members and Associate Members shall pay a monthly fee of Twenty-Five Cents (\$.25) for each month of the regular club season, omitting the months of June, July and August, those months not being part of any club season. Life Members and Honorary Members shall be deemed to be non-contributing members and shall not be considered liable for any payments of dues, fees or assessments chargeable to other classes of membership. Non-Resident Members shall pay a yearly fee of One Dollar (\$1.00)

Regular, Associate and Non-Resident Members in good standing who enter any of the armed services of the United States of America shall, upon written request or upon request of two (2) or more Directors of the Corporation, be deemed eligible for a leave of absence which will free such individuals from any payments of dues, fees or assessments for such period of time of service in the armed forces of the United States of America as may be required by law. Such members shall not forfeit any privileges due them under ordin-

Record of Proceedings

27
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Amendment to By-Laws - Article I Sections 12 and 13

P.2

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Regular, Associate and Non-Resident Members in good standing who, because of illness or accidents involving their person and whose incapacity is of a prolonged nature, shall, upon request in writing or upon request of two (2) or more directors of the corporation, be deemed eligible for a leave of absence which shall free such members from any payments of dues, fees or assessments for such period of time as such incapacity exists. Such members shall be deemed to be non-participating and shall forfeit all privileges due them under ordinary circumstances, with the provision however, that their status as Regular, Associate or Non-Resident Members may be resumed upon their recovery.

JK
Regular and Associate Members, in good standing, who because of the nature of their employment, are called from the County of Milwaukee, State of Wisconsin, for a prolonged period of time, shall, upon written request be deemed eligible for Non-Resident Membership for such duration, not to exceed five (5) years, as their employment may keep them away; with the provision however, that their status as Regular or Associate Members may be resumed upon their return.

* * * * *

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The amendment, as herein noted, having been duly accepted by the Board of Directors at said meeting of the Board of Directors March 2, 1942 with Directors Kircher, Burrows, Kroner, Crapo and Ruger present, was presented to the members at a regular club meeting Thursday, May 21, 1942 and duly approved by the membership body as a whole.

Attest:

JK
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Joseph J. Kircher
Joseph J. Kircher - President

Reid Burrows
Reid Burrows - Secretary

Aldrich C. Kroner
Aldrich C. Kroner - Director

Chas. O. Meyer
Charles O. Meyer - Director

John G. Doyle
John G. Doyle - Vice President

Emil R. Felber Jr.
Emil R. Felber Jr. - Treasurer

Clarence N. Crapo
Clarence N. Crapo - Director

Geo. A. Ruger
Geo. A. Ruger - Director

Record of Proceedings

28
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RESOLUTION

RESOLVED: That Aldrich Carl Krones be named as trustee to apply for and hold an amateur radio station license in behalf of the Milwaukee Radio Amateurs' Club, Inc. for thirty-one days, from July 12, 1946 through August 11, 1946.

(Passed June 11, 1946.) ✓

Record of Proceedings

29
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RESOLUTION

RESOLVED: That Louis A. Wollaeger be named as trustee to apply for and hold an amateur radio-station license in behalf of The Milwaukee Radio Amateurs' Club, Inc. until such time as the said The Milwaukee Radio Amateurs' Club, Inc. shall by resolution resolve otherwise.

(Passed October , 1947)

Record of Proceedings

AMENDED BY-LAWS as a whole, prepared by
Attorney Paul A. Leeb and Emil R. Felber Jr. (Chairman)
Presented and adopted April-8-1948

BY - LAWS.

ARTICLE I

MEMBERS

SECTION 1. Place of Meetings.

Regular meetings of the Members shall be held in the Conference Room of the Milwaukee Public Museum located at 818 W. Wisconsin ave., Milwaukee, Wisconsin, or at such other places as designated by the Board of Directors.

Section 2. Annual Meeting.

The annual meeting of the Members of this corporation shall be held on the second last Thursday of May of each year. The election of members of the board of directors shall take place, and the newly elected board and its chosen officers shall be installed into office on the last Thursday of the regular club season. It shall be the duty of the Secretary to give five days' notice in writing of such meeting by ordinary mail to each member, said notice to state that the meeting is the annual meeting and the time and place where said meeting will be held and said notice to be addressed to each Member at his address as the same appears upon the records of the corporation; nevertheless, a failure to give such notice shall not effect the validity of such annual meeting or of any proceedings at such meeting providing a quorum of the membership is presented. At the annual meeting any business may be transacted which does not, by the laws of the State of Wisconsin, require a special notice.

Section 3. Special Meetings.

Special meetings of the Members may be held whenever called by the Secretary upon the direction of the President or upon the written direction of a majority of the Directors then in office, or upon the written direction of one-fourth of the Members of the corporation.

It shall be the duty of the Secretary to give five days' notice of such meeting in writing by ordinary mail, said notice to state the purpose for which and the time and place where said meeting will be held and said notice to be addressed to each Member at his address as the same appears upon the records of the corporation.

Section 4. Regular Meetings.

The regular meetings of the Members of this corporation shall be held every Thursday evening at Eight o'clock P.M., except no meeting will be held where a Thursday falls on a legal holiday, from the first Thursday after Labor Day, to and including the last Thursday in May, except when this latter day should fall on Memorial Day, when the first Thursday in June shall terminate the regular club season.

Record of Proceedings

Section 5. Irregular Meetings.

Whenever a quorum of the members of the corporation shall be present at any meeting, however notified, and shall sign a written consent to the holding of such meeting on the records thereof, they may transact any business at such meeting which could lawfully be transacted at any meeting of the Members of this corporation regularly called and notified.

Section 6. Quorum.

One-fourth of the voting membership of this corporation shall constitute a quorum at any meeting of such Members and be capable of transacting any business thereof, except when otherwise especially provided by law or by the Articles of Organization of this corporation; but if, at any meeting of the Members, there be less than a quorum present, a majority in interest of the Members present in person may adjourn from time to time without notice other than by announcement at the meeting until a sufficient number of Members requisite to constitute a quorum shall attend. At any such adjourned meeting at which a quorum shall be present any business may be transacted which might have been transacted at the meeting as originally notified.

Section 7. Organization.

The President, and in his absence the Vice-President, and in their absence any Member chosen by the Members present, shall call such meetings and the Secretary of the corporation shall act as the Secretary of the meeting.

Section 8. Order of Business.

The order of business at the regular weekly meetings of the Members of this corporation shall be as follows;

- (1) Call to order, - Eight o'clock P.M.
- (2) Taking of Attendance.
- (3) Reading of the Minutes of the preceding meeting and action thereon.
- (4) Reports of Officers.
- (5) Reports of Standing Committees.
- (6) Reports of Special Committees.
- (7) Unfinished business.
- (8) Miscellaneous Business.
- (9) New Business.
- (10) Radio Talks.
- (11) General Radio Discussion.

The order of business at special meetings of the Members of this corporation shall be as follows;

- (1) Call to order, - at time prescribed by President.
- (2) Business for which meeting was called.

The order of business at the annual meetings of the Members of this corporation shall be as follows;

- (1) Call to order, - 8:00P.M.
- (2) Roll Call.
- (3) Reading of the Minutes of the preceding meeting and action thereon
- (4) Reports of the Board of Directors for the year.

Record of Proceedings

- (5) Reports of the Officers for the year.
- (6) Reports of Standing Committees for the year.
- (7) Election of a Board of Directors for ensuing year, chosen from the (regular) members only.
- (8) Election of Officers by Board of Directors.
- (9) Plans for the coming year.
- (10) Special Features.

Section 9. Conduct of Meetings.

All meetings of this corporation shall be conducted with reasonably strict adherence to Roberts Rules of Order, Revised.

This refers to the manner of addressing the chair, making motions, and like matters, but should not be so rigidly adhered to as to interfere with the rapid conduct of business, and the carrying out of the purposes of the corporation, as explained in the Articles of Organization of this corporation.

Section 10. Conduct of Members at Meetings.

The use of profane and obscene language at any regular weekly business meeting or special meeting of the corporation is strictly prohibited.

Section 11. Supplies required.

Repealed in its entirety.

Section 12. Qualifications for Membership.

The membership of the corporation shall be composed of;

- (1) Regular Members., (2) Associate Members., (3) Life Members.,
- (4) Honorary Members., (5) Non-Pesident Members.

(1) Candidates for Regular Membership shall hold a United States Radio operator's license of AMATEUR GRADE, shall be a member in good standing of the American Radio Relay League, Inc., and have a bona fide interest in amateur radio activities. (2) Candidates for Associate Membership shall have a bona fide interest in Amateur radio activities. (3) Candidates for Life Membership shall be selected from the Regular Membership of the Corporation by the Board of Directors after such member has been (a) a Regular Member in good standing, continuously for a period of twenty (20) years, or has been (b) a Regular Member in good standing continuously until such time as a sum of fifty dollars (\$50.00) has, in the form of dues, been contributed to the treasury and has made a formal request, in writing, to the Board of Directors for this classification of membership; or has been (c) deemed by the Board of Directors of the Corporation worthy of this Classification because of their outstanding efforts on behalf of the Corporation in promoting, beyond ordinary requirements, the interests of the Corporation as a whole. The provision governing such selection shall depend upon which situation shall be first to occur. All other provisions of Regular Membership shall govern this class of Membership. (4) Candidates for Honorary Membership shall be selected by the Board of Directors from any list or lists of individuals who have contributed outstanding service to or for Amateur Radio, with no provision however, that Honorary Members shall not be deemed voting members of the Corporation.

Record of Proceedings

(5) Candidates for Non-Resident Membership shall have a bona fide interest in Amateur Radio activities and shall not live within the corporate limits of the County of Milwaukee in the State of Wisconsin, with the provision however that Non-Resident Members shall not be deemed voting members of the Corporation.

Section 13. Fees.

The Membership of said Corporation (except Honorary Members) shall pay an initiation fee of Fifty Cents (\$.50). Regular members and associate Members shall pay a Annual fee of Two Dollars (\$2.00) due within the first sixty (60) days of the club season. Life Members and Honorary Members shall be deemed to be non-contributing members and shall not be considered liable for any payments of dues, fees or assessments chargeable to other classes of membership.

Non-Resident Members shall pay a yearly fee of One Dollar (\$1.00)

Regular, Associate and Non-Resident Members in good standing who enter any of the armed services of the United States of America shall, upon written request or upon request of two (2) or more Directors of the Corporation, be deemed eligible for a leave of absence which will free such individuals from any payments of dues, fees or assessments for such period of time of service in the armed forces of the United States of America as may be required by law.

Such members shall not forfeit any privileges due them under ordinary circumstances.

Regular, Associate and Non-Resident Members in good standing who, because of illness or accident involving their person and whose incapacity is of a prolonged nature, shall, upon request in writing or upon request of two (2) or more directors of the corporation, be deemed eligible for a leave of absence which shall free such members from any payments of dues, fees or assessments for such period of time as such incapacity exists. Such members shall be deemed to be non-participating and shall forfeit all privileges due them under ordinary circumstances, with the provision however, that their status as Regular, Associate or Non-Resident Members may be resumed upon their recovery.

Regular and Associate Members in good standing, who because of the nature of their employment, are called from the County of Milwaukee, State of Wisconsin, for a prolonged period of time, shall, upon written request be deemed eligible for Non-Resident Membership for such duration, not to exceed five (5) years, as their employment may keep them away; with the provision however, that their status as Regular or Associate Members may be resumed upon their return.

Section 14. Suspension.

Any Member failing to pay his dues for a period of two months shall be suspended (upon approval of Board of Directors) until his dues have been paid, and it shall be the duty of the Treasurer to notify such Member twice within the two months before suspension. Members will also be discharged or expelled for misconduct or neglect of duties and obligations.

Record of Proceedings

Section 15. Resignation.

Any Member desiring to resign as a member of any grade, or as an officer of the club, must submit to the Secretary his written resignation, which will be placed before the next regular meeting of the Board of Directors for acceptance.

ARTICLE II

BOARD OF DIRECTORS

Section 1. General Powers.

The property, affairs and business of this corporation shall be under the care of and be managed by the Board of Directors who shall be chosen annually by the Members of the annual meeting of the Members from among their REGULAR MEMBERS, AND shall hold office for one year and until their respective successors are chosen and qualified.

Section 2. Additional Powers.

Without restricting the powers of the Board of Directors by implication or otherwise, said Board shall have, in addition to all other powers which they may lawfully exercise, the following powers, to-wit;

(a) The Board of Directors shall have the power to purchase, or otherwise acquire, lease sell, convey, assign or otherwise transfer, for the corporation, any property, rights or privileges which the corporation is authorized to acquire, real, personal or mixed, at such prices and on such terms and conditions and for such consideration as it may see fit, and may at its discretion pay for any property or rights acquired by the corporation either wholly or partially in money or in stock, bonds, or other evidences of indebtedness, subject however to the provisions of Section 1753, Wisconsin Statutes.

(b) The Board of Directors shall have the power to elect or appoint assistants to the general officers of the corporation, and such other officers, agents and servants as it may from time to time deem necessary, define their duties and obligations, fix their compensation and fill vacancies therein, and the Board of Directors shall have the power to remove and suspend permanently or temporarily the officers, the assistant officers, agents and servants appointed by it, and to delegate to any officer of the corporation by resolution all or any of the powers stated in this section with such restrictions as it deems expedient.

(c) The Board of Directors shall have the power to establish branch offices or places of business in this state or elsewhere.

(d) The Board of Directors shall have the power to authorize its general officers to borrow money for corporate purposes, and to execute in the corporate name bills, notes or other evidences of indebtedness, but no mortgage shall be given by this corporation on any of its property, either real or personal, to secure the payment of its debts, or to borrow money for the purposes of the corporation without the consent of a majority of the members of the corporation.

Record of Proceedings

Section 3. Resignation.

Any Director desiring to resign as an officer of the club, must submit to the secretary his written resignation, which will be placed before the next regular meeting of the Board of Directors for acceptance.

Section 4. Removal.

Any Director may be removed at any time at a special meeting of the Members of the corporation called for such purpose by the affirmative vote of a majority of the Members of the corporation.

Section 5. Vacancies.

In case of any vacancy in the Board of Directors through death, resignation, removal or other cause, the remaining Directors by the affirmative vote of a majority thereof may elect a successor to fill such vacancy until the next succeeding election, said successor to be chosen from the REGULAR Membership.

Section 6. Place of Meetings.

All meetings of the Board of Directors shall be held at the principal office of the corporation or any other time or place designated by the president, or vice-president in his absence.

Section 7. Regular Meetings.

Regular meetings of the Board of Directors shall be held immediately following the annual meeting of the Members and at such other times as the Board of Directors may by resolution determine. No notice of regular meetings of the Board of Directors is necessary.

Section 8. Special Meetings.

Special meetings of the Board of Directors shall be held whenever called by the Secretary upon the direction of the President, or upon the written request of any two Directors; and it shall be the duty of the Secretary to give sufficient notice of such meetings in person or by mail or telegraph to enable the Directors so notified to attend such meeting.

Section 9. Meetings by Consent.

Meetings of the Board of Directors may be held at any time or place where all of the Directors are present and consent to the holding of such meeting.

Section 10. Quorum.

A majority of the Directors convened according to these By-Laws shall constitute a quorum for the transaction of business; but if, at any meeting of the Board, there shall be less than a quorum present a majority of these present may adjourn the meeting from time to time.

Record of Proceedings

Section 11. Organization.

The President and in his absence the Vice-President and in their absence any Director chosen by the Directors present shall call meetings of the Board of Directors to order and shall act as Chairman of such meeting and the Secretary of the Corporation shall act as Secretary at all meetings of the Board of Directors but in the absence of the Secretary the presiding officers may appoint any Director to act as Secretary of the meeting.

Section 12. Order of Business.

The order of business at all meetings of the Board of Directors shall be as follows;

- (1) Roll call
- (2) Reading of minutes of the preceding meeting and action thereon.
- (3) Reports of Officers.
- (4) Reports of Committees
- (5) Unfinished Business
- (6) Miscellaneous Business
- (7) New Business

ARTICLE III

GENERAL OFFICERS

Section 1. Election.

The Board of Directors shall annually at the regular meeting of said Board held immediately following the annual meeting of the Members, choose one of their number President and such other officers as the corporation Articles and By-Laws require and fix their compensation, said officers to hold office for the term of one year and until their successors are elected and qualified.

Section 2. Duties.

The principal duties of the several general officers respectively are as follows;

(1) The President shall preside at all of the meetings of the Members and of the Board of Directors. He shall be the chief executive officer of the corporation and shall have the general supervision, direction and active management of the property, affairs and business of the corporation, subject to the Board of Directors.

He shall see that all orders and resolutions of the Board of Directors are carried into effect. He shall execute all deeds, leases, conveyances, contracts and agreements authorized by the Board of Directors. He shall submit a complete and detailed report of the corporation for the fiscal year and of its financial condition to the Board of Directors at its first regular meeting in each year and to the Members at their annual meetings and shall, from time to time, report to the Board of Directors all matters within his knowledge which the interests of the corporation may require to be brought to its notice.

He shall perform such additional duties as may be prescribed from time to time by the Board of Directors, or as may be prescribed from time to time by the By-Laws.

(2) The Vice-President shall discharge the duties of the President in the event of his absence or disability for any cause whatever. He shall perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

Record of Proceedings

(3) The Secretary shall countersign all deeds, leases or conveyances executed by said corporation, affix the corporate seal thereto and to all other papers requiring such seal, and shall keep a correct and complete record of all of the proceedings of said corporation, including such as relate to the election of its officers. He shall also keep a book containing the names of all Members since its organization showing the places of residence and shall safely and systematically keep all books, records and papers belonging to the corporation, or in anywise pertaining to the business thereof. He shall attend to the giving and serving of all notices of the corporation whereby meetings of the Board of Directors or Members are assembled. He shall in general perform all of the duties which are incident to the office of Secretary of a corporation, subject to the Board of Directors. He shall perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(4) The Treasurer shall keep and account for all moneys, credits and property of the corporation which shall come into his hands and keep an accurate account of all money received and disbursed. He shall make such statements as corporations are required to make by the laws of the state of Wisconsin. He shall have the custody of all of the funds and securities of the corporation.

Whenever necessary and proper, he shall indorse on behalf of the corporation all checks, notes or other obligations and evidences of the payment of money payable to the corporation or coming into his possession and shall deposit the funds arising therefrom, together with all other funds of the corporation coming into his possession in such banks as may be selected as the depositories of this corporation, or properly care for them in such other manner as the Board of Directors may direct. He shall sign all checks and other instruments drawn on or payable out of the funds of the corporation and all bills, notes and other evidences of indebtedness of the corporation not requiring the seal of the corporation.

Whenever required by the Board of Directors so to do, he shall exhibit a true and complete statement of his cash account and of the securities and other funds in his possession, custody and control.

He shall at all reasonable times within business hours exhibit his books and accounts to any Director. He shall in general perform all of the duties which are incident to the office of Treasurer of a corporation, subject to the Board of Directors.

If the Board of Directors shall so require it, he shall give bond in such sums and with such surety as the Board of Directors may direct for the faithful performance of his duties and for the safe custody of the funds and property coming into his possession.

He shall perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(5) The Business Manager shall take care of the general business of this corporation and conduct all the outside correspondence of the corporation. He shall represent the club at all meetings on all business transactions with individuals, partnerships or corporations. He shall in general perform all of the duties which are incident to the office of Business Manager of a club, subject to the Board of Directors. He shall perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

This office can be combined with any other office when so prescribed by the Board of Directors.

Record of Proceedings

Section 3. Delegation of Duties.

In case of the absence or inability to act of any officer of the corporation, the Board of Directors may delegate for the time being the duties of such officer to any other officer or to any Director.

ARTICLE IV

COMMITTEES

Section 1. Appointments.

The Board of Directors shall annually at the regular meeting of said Board held immediately following the annual meeting of the Members or at any Board Meeting appoint members to serve on the different committees for a period of one year, and until their successors are appointed.

Section 2. Duties.

The principal duties of the several committees respectively are as follows;

(1) The Membership Committee shall conduct a continuous membership campaign, and shall in general perform all of the duties which are usually performed by membership committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(2) The Technical Committee shall conduct experiments and research on all new developments in short wave radio telegraphic apparatus and report on the same in order that the Members of this corporation may be benefitted thereby, and shall in general perform all of the duties which are usually performed by technical committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(3) The Publications Committee shall study radio literature and report in brief all matters of interest to the Members of the corporation, and shall in general perform all of the duties which are usually performed by publication committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(4) The Program Committee shall arrange in advance the programs of the meetings of the Members of this corporation and shall obtain speakers on radio and allied subjects both from among the membership of the corporation and from outside sources.

It shall perform in general all the duties which are usually performed by the program committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(5) The Public Relations Committee shall assist the Members the Members of this corporation with any broadcast interference problems, and shall be the contact between these parties. It shall in general perform all of the duties which are usually performed by the interference committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws.

(6) The

Record of Proceedings

(6) The Publicity Committee shall acquaint the people through the medium of the press and through other mediums of the activities of the organization. It shall in general perform all of the duties which are usually performed by publicity committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws. The chairman of the Publicity Committee shall be the local publicity manager of the American Radio Relay League, Inc.

(7) The Legal Committee shall keep in touch with and render assistance to, whenever possible, any individual member of or club affiliated with the American Radio Relay League, Inc., whom legal cases may affect. It shall in general perform all of the duties which are usually performed by legal committees, and shall also perform such additional duties as may be prescribed from time to time by the Board of Directors or as may be prescribed from time to time by the By-Laws. The Chairman of the Legal Committee shall be known as General Counsel of the corporation, and must be a practicing member of the Wisconsin Bar.

ARTICLE V

SEAL

Section 1. Seal

This corporation shall have a common seal which shall be in such form as the Board of Directors may adopt and which shall be in charge of the Secretary.

ARTICLE VI

BOOKS AND RECORDS

Section 1. Place of Keeping.

The general and principal books of account of this corporation shall be kept in its principal office in this State, or by such person and at such place as designated by the Board of Directors.

ARTICLE VII

AMENDMENTS

Section 1. Amendments.

By-Laws may be adopted, amended or repealed at any meeting of the Members by the vote of a majority of Members requisite to constitute a quorum present at any such meeting.

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The above ammended By-Laws as a whole, were presented to the membership at the regular club meeting of April-8-1948. The Secretary took the roll and found that more than one-fourth of the membership were present. The meeting was therefore declared competent to transact any or all business that might lawfully come before it.

Thereupon the meeting proceeded to consider the above ammended By-Laws as a whole and after a thorough and complete discussion thereof and all those present being fully conversant therewith, the above ammended By-Laws were, on motion duly made, and seconded, adopted as and for the By-Laws of this Corporation.

In witness whereof, We have hereunto set our hands this Eighth day of April, A. D. 1948

Fred Catel

Fred Catel - President

Lester R. Beinnund

Record of Proceedings

Record of Proceedings

Copy of 1923
Articles

ARTICLES OF ORGANIZATION

KNOW ALL MEN By these presents, that the undersigned, adult persons, Loy Shell Baird, Clarence N. Crape and Leo J. Topolinski, residents of the city of Milwaukee, Milwaukee County, state of Wisconsin, being desirous of forming a corporation for the purposes set forth in Chapter 86 of the Wisconsin Statutes, do hereby make, sign and agree and acknowledge the following Articles of Organization;

ARTICLE I. The undersigned have associated and do hereby associate themselves together, the purposes for which is to own, operate and maintain an amateur, special amateur or experimental radio telegraphic and telephonic station or stations; to promote the art and knowledge of radio telegraphy, radio telephony, and allied subjects among its members; to associate or affiliate itself with the American Radio Relay League, Inc., of Hartford, Connecticut, or any other radio telegraphic or telephonic organization or organizations; for the more effective relaying of friendly messages between the different stations, for legislative protection, for orderly Operating, and for practical improvement of short-wave radio telegraphic communication; for banding local radio amateurs into a non-commercial organization that could champion their cause and to provide a means whereby the intellectual standing of the members could be collectively raised; and to uphold the laws of radio communication of the United States of America and assist its officials in apprehending offenders thereof.

ARTICLE II. The name of such corporation is to be "THE MILWAUKEE RADIO AMATEURS' CLUB, INC.," and its location is to be in the city of Milwaukee, county of Milwaukee, and state of Wisconsin,

ARTICLE III. This corporation is formed without capital stock, and no dividends or pecuniary profits shall be declared to the members thereof.

ARTICLE IV. The general officers of such corporation shall be a President, Vice-President, Secretary, Treasurer and Business Manager.

The Board of Directors shall consist of seven members, who shall be elected on the last Thursday in September of each year by a majority vote of the members of this corporation for the term of one (1) year beginning on the first Thursday in October of each year.

The said corporation shall hold its first meeting for the election of officers on the 21st day of March, 1923, at two o'clock in the afternoon, in the city of Milwaukee, Milwaukee

Record of Proceedings

Copy of 1923
Articles

Page-TWO-

County, Wisconsin. The officers shall be elected by the directors, who shall first be elected by the members of the corporation.

ARTICLE V. The principal duties of the President shall be to preside at all meetings of the Board of Directors and all the regular and special meetings of the members, and to have a general supervision of the affairs of the corporation.

The principal duties of the Vice-President shall be to discharge the duties of the President in the event of the absence or disability for any cause whatever of the latter.

The principal duties of the Secretary shall be to countersign all deeds, leases and conveyances executed by the corporation, affix the seal of the corporation thereto and to such other papers as shall be required or directed to be sealed and to keep a record of the proceedings of the Board of Directors and safely and systematically keep all books, papers, records and documents belonging to the corporation or in any wise pertaining to the business thereof.

The principal duties of the Treasurer shall be to keep and account for all moneys, credits and property of any and every nature of the corporation, which shall come into his hands, and to keep an accurate account of all moneys disbursed and to render such accounts, statements and inventories of moneys received and disbursed and of money and property on hand, and generally of all matters pertaining to his office, as shall be required by the Board of Directors.

The principal duties of the Business Manager shall be to take care of the general business of this corporation, and to conduct all the outside correspondence of the corporation. He shall represent the club at all meetings with other clubs and associations, and shall also represent the club in all business transactions, with individuals, partnerships or corporations.

The Board of Directors may provide for the appointment of such additional officers as they may deem for the best interests of the corporation. Whenever the Board of Directors may so order, the offices of Secretary and Treasurer may be held by the same person.

The said officers shall perform such additional or different duties as shall from time to time be imposed or required by the Board of Directors, or as may be prescribed from time to time by the By-Laws.

ARTICLE VI. The membership of the corporation shall be composed of Honorary Members, Members, Associate Members and Junior Members.

Candidates for regular membership shall hold a United States radio operator's license of amateur or higher grade, shall be at least eighteen (18) years of age, and shall have a bona fide interest in amateur radio activities. Candidates for associate membership shall be at least eighteen (18) years of age and shall have a bona fide interest in amateur radio activities. Junior membership is for candidates under eighteen (18) years of age having a bona fide interest in amateur radio activities.

The members of said corporation (except Honorary Members) shall pay an initiation fee of Fifty Cents. The members and Associate Members shall pay a monthly fee of Fifty Cents, and the Junior Members Twenty-five Cents per month.

Record of Proceedings

Page-Three-

The members will be discharged or expelled for misconduct or neglect of duties and obligations and for the nonpayment of dues as prescribed by the By-Laws.

ARTICLE VII. These articles may be amended by resolution setting forth such amendment or amendments adopted at any meeting of the members of this corporation by a vote of at least one-half of the members of this corporation.

IN WITNESS WHEREOF, We have hereunto set our hands this 8th day of March, A.D. 1923.

LOY SHELL BAIRD

CLARENCE N. CRAPO

LEO J. TOPOLINSKI

Signed in the presence of;

AGNETA JENSEN

MINNIE BURGER

STATE OF WISCONSIN)
MILWAUKEE COUNTY (ss.

Personally came before me this 8th day of March, 1923, the above named Loy Shell Baird, Clarence N. Crape and Leo J. Topolinski, to me known to be the persons who executed the foregoing instrument and acknowledged the same.

(SEAL)

HARRY A. ZAIDINS
Notary Public, Milwaukee County, Wis.
My commission expires Dec. 27, 1925

STATE OF WISCONSIN)
MILWAUKEE COUNTY (ss.

Loy Shell Baird and Leo J. Topolinski, being both duly sworn, doth each for himself depose and say; that he is one of the original signers of the above declaration and articles. That the above and foregoing is a true, correct and complete copy of the said original articles and declaration, and of the whole thereof.

(SEAL)

LOY SHELL BAIRD

LEO J. TOPOLINSKI

Subscribed and sworn to before me,
this 8th day of March, A.D. 1923

HARRY A. ZAIDINS
Notary Public, Milwaukee County, Wis.
My commission expires Dec. 27, 1925.

Record of Proceedings
